

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
Houston _____ Division

MOR - 1

[1] Case Name: FIELDWOOD ENERGY LLC, et al.

Case Number: 20-33948

Month: September 2020

Petition Date: August 3 and August 4, 2020

in \$ thousands

Month	MONTHLY OPERATING REPORT SUMMARY FOR SEPTEMBER 2020					
	Aug-20	Sep-20	Oct-20	Nov-20	Dec-20	Jan-21
REVENUES (MOR-6)	\$ 36,633	\$ 41,577				
INCOME BEFORE INT, DEPREC./TAX (MOR-6)	(6,701)	(1,294)				
NET INCOME (LOSS) (MOR-6)	(39,032)	(1,539,253)				
PAYMENTS TO INSIDERS (MOR-9)	154	330				
PAYMENTS TO PROFESSIONALS (MOR-9)	180	1,798				
TOTAL DISBURSEMENTS (MOR-8)	\$ 25,562	\$ 35,699				

[2]

The original of this document must be filed with the United States Bankruptcy Court and a copy must be sent to the United States Trustee

REQUIRED INSURANCE MAINTAINED AS OF SIGNATURE DATE		
Type of Insurance	Check Yes/No	Exp. Date
Named Windstorm and Operational Risk	Yes (X) No ()	5/31/2021
Workers Compensation	Yes (X) No ()	6/30/2021
Automobile Liability	Yes (X) No ()	6/30/2021
Non-Owned Aircraft Liability	Yes (X) No ()	6/30/2021
General Liability	Yes (X) No ()	6/30/2021
Umbrella and Excess Liability	Yes (X) No ()	6/30/2021
Oil Spill Financial Liability	Yes (X) No ()	6/30/2021
Commercial Crime Insurance	Yes (X) No ()	9/30/2020
Directors and Officers Liability (D&O)	Yes (X) No ()	6/30/2021
Kidnap and Ransom Insurance	Yes (X) No ()	12/17/2021
Cyber Risk	Yes (X) No ()	5/31/2021
Office Contents and Equipment	Yes (X) No ()	9/29/2020
ATTORNEY NAME:	Alfredo Perez	
FIRM:	Weil, Gotshal & Manges LLP	
ADDRESS:	700 Louisiana Street	
ADDRESS:	Suite 1700	
CITY, STATE ZIP:	Houston, TX 77002-2755	
TELEPHONE:	(713) 546 - 5040	

Are all accounts receivable being collected within terms? [3]

Yes	No
Yes	No
Yes	No

Are all post-petition liabilities, including taxes, being paid within terms?

Have any prepetition liabilities been paid?

If so, describe: Payments made in accordance with First Day Orders

Are all funds received being deposited into DIP bank accounts?

Yes	No
Yes	No

Were any assets disposed of outside the normal course of business?

If so, describe:

Are all U. S. Trustee Quarterly Fee Payments current?

Yes	No
Yes	No

What is the status of your Plan of Reorganization ?

Plan discussions ongoing between the Company and various constituents

I certify under penalty of perjury that the following complete Monthly Operating Report (MOR), consisting of MOR-1 through MOR-9 plus attachments, is true and correct.

Signed:

(Original Signature)

Title: Chief Financial Officer

Notes:

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422).

[2] This figure represents income from operations plus depreciation, depletion and amortization

[3] The Company has commenced collection efforts for approximately \$18.3 million of past due joint operating agreement related receivables

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
Houston Division

[1] Case Name: FIELDWOOD ENERGY LLC, et al.
Case Number: 20-33948
Month: September 2020

Petition Date: August 3 and August 4, 2020

MONTHLY OPERATING REPORT NOTES FOR SEPTEMBER 2020

INTRODUCTION:

This monthly operating report ("MOR") is unaudited and does not purport to represent financial statements prepared in accordance with accounting principles generally accepted in the United States ("GAAP"), and it is not intended to fully reconcile to the consolidated financial statements prepared by the Debtors. Information contained in this MOR has been derived from the Debtors' books and records, but does not reflect in all circumstances presentation for GAAP or SEC reporting purposes. Therefore, in order to comply with their obligations to provide MORs during these chapter 11 cases, the Debtors have prepared this MOR using the best information presently available to them, which has been collected, maintained, and prepared in accordance with their historical accounting practices. Accordingly, this MOR is true and accurate to the best of the Debtors' knowledge, information, and belief, based on currently-available data. The results of operations and financial position contained herein are not necessarily indicative of results that may be expected for any period other than full calendar month-ending September 30, 2020, or for the full year, and may not necessarily reflect the Debtors' future consolidated results of operations and financial position.

RESERVATION OF RIGHTS:

This MOR is limited in scope, covers a limited time period, and has been prepared solely for the purpose of complying with the monthly reporting requirements of the Debtors' chapter 11 cases. The unaudited financial statements have been derived from the Debtors' books and records. The information presented herein has not been subject to all procedures that typically would be applied to financial information presented in accordance with GAAP. Upon the application of such procedures, the Debtors believe that the financial information could be subject to material change. The information furnished in this MOR includes normal recurring adjustments, but does not include all of the adjustments that typically would be made for interim financial statements presented in accordance with GAAP.

GLOBAL NOTES:

Given the complexity of the Debtors' business, inadvertent errors or omissions may have occurred. Accordingly, the Debtors hereby reserve all of their rights to dispute the validity, status, enforceability, or executory nature of any claim amount, agreement, representation, or other statement set forth in this MOR. Further, the Debtors reserve the right to amend or supplement this MOR, if necessary, but shall be under no obligation to do so.

NOTES TO MOR 2 - 3:

Liabilities Subject to Compromise ("LSTC"): LSTC represent the Debtors' estimate of pre-petition claims to be resolved in connection with the chapter 11 cases. As a result of the chapter 11 filings, the payment of pre-petition liabilities are subject to compromise or other treatment under a plan of reorganization. The determination of how such liabilities will ultimately be settled or treated cannot be made until the Bankruptcy Court approves a chapter 11 plan of reorganization. Accordingly, the ultimate amount of such liabilities is not determinable at this time. Prepetition liabilities that are subject to compromise under ASC 852 are preliminary and may be subject to, among other things, future adjustments depending on Court actions, further developments with respect to disputed claims, determinations of the secured status of certain claims, the values of any collateral securing such claims, rejection of executory contracts, continued reconciliation or other events.

Values in the consolidated balance sheet represent rounded numbers. Accordingly, subtotals may not agree to the summation of the rounded numbers presented.

NOTES TO MOR-5:

The accounts payable and accounts receivable agings are presented on a consolidated basis for the Debtors.

NOTES TO MOR-6:

The income statement is presented on a consolidated basis for the Debtors. The information provided in the income statements reflect activity for the full calendar month-ending September 30, 2020.

Values in the consolidated income statement represent rounded numbers. Accordingly, subtotals may not agree to the summation of the rounded numbers presented.

NOTES TO MOR-8:

Although payment of prepetition claims is generally not permitted, the Bankruptcy Court has authorized the Debtors to pay certain prepetition claims in designated categories. This relief generally was designed to preserve the value of the Debtors' business and assets. The Debtors have paid and continue to pay undisputed postpetition obligations in the ordinary course of business.

NOTES TO MOR-9:

The list of insiders is consistent with public disclosures and other filings associated with the Debtors' chapter 11 cases. The listing of any party as an "insider" is neither intended to be nor should be construed as a legal characterization of such party as an "insider," as such term is defined in section 101(31) of the Bankruptcy Code, and it does not act as an admission or waiver of any fact, right, claim, or defense, and all such rights, claims, and defenses are hereby expressly reserved.

Notes:

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422).

MOR - 2

UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF TEXAS
Houston Division

Case Name: FIELDWOOD ENERGY LLC, et al.

Case Number: 20-33948

Month: September 2020

Petition Date: August 3 and August 4, 2020

CONSOLIDATED BALANCE SHEET
Ending Balance at September 30, 2020

*in \$ thousands****Current assets:***

Cash and cash equivalents	\$ 204,270
Accounts receivable-operating revenues	31,473
Accounts receivable-jib [1]	24,543
Accounts receivable - other [2]	6,981
Inventory	36,580
Derivative assets - current	971
Prepays	13,672
Other current assets	27,809
Total current assets	\$ 346,299

Other assets:

Property, plant and equipment	\$ 4,318,944
Accumulated depreciation, depletion, amortization, and impairment	(3,269,732)
Financing costs	7,137
Restricted cash [3] [4]	253,916
Long-term contractual receivable	52,850
Other assets	71,534
Total noncurrent assets	\$ 1,434,649

Total assets**\$ 1,780,948****Notes:**

[1] AR balance includes certain clearing accounts and is shown net of allowance for doubtful accounts

[2] Other accounts receivable includes operating expenses incurred by Fieldwood Energy LLC that have not yet been charged to expense or capital or billed to working interest parties

[3] Includes long-term deposits the Company has made with primarily pipeline companies as a requirement of conducting business with these companies

[4] Includes a \$47K adjustment to interest income in September to reverse overbooked interest income in August

UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF TEXAS
Houston Division

MOR - 3

Case Name: FIELDWOOD ENERGY LLC, et al.
 Case Number: 20-33948
 Month: September 2020

Petition Date: August 3 and August 4, 2020

CONSOLIDATED BALANCE SHEET
Ending Balance at September 30, 2020

*in \$ thousands****Current liabilities:***

Trade accounts payable	\$ 10,845
Trade accounts payable clearing [1]	9,240
Accounts payable	20,084
Accrued liabilities	97,311
Accrued interest	26
Derivative liabilities - current	256
Current portion of asset retirement obligations	44,082
DIP financing	10,000
Other current liabilities	1,950
Total current liabilities	\$ 173,709

Other liabilities:

Asset retirement obligations	\$ 1,174,527
Deferred income taxes [2]	53,934
Other long-term obligations	7,182
Liabilities subject to compromise	2,115,122
Total liabilities	\$ 3,524,474

Members' capital:

Contributions	\$ 743,366
Earnings	(2,543,507)
Other members' capital	(84)
Noncash stock compensation	56,699
Total members' equity	\$ (1,743,526)

Total liabilities and members' equity	\$ 1,780,948
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Notes:

[1] Temporary clearing account for transactions that are to be transferred to another account. This account does not reflect true accounts payable liabilities.

[2] Deferred income tax is net of a valuation allowance of \$614.3 million

UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF TEXAS
 Houston _____ Division

MOR - 4

Case Name: FIELDWOOD ENERGY LLC, et al.

Case Number: 20-33948

Month: September 2020

Petition Date: August 3 and August 4, 2020

SCHEDULE OF POST-PETITION LIABILITIES

in \$ thousands

	Aug-20	Sep-20	Oct-20	Nov-20	Dec-20	Jan-21
TRADE ACCOUNTS PAYABLE	\$ 1,253	\$ 10,845				
TAXES PAYABLE: [1]						
Severance tax payable	22	48				
State income tax payable	213	213				
Other taxes payable	133	150				
SECURED DEBT POST-PETITION	10,000	10,000				
OTHER ACCRUED LIABILITIES:						
Accrued interest	29	26				
Accrued transportation	2,031	2,058				
Accrued LOE liability	22,709	40,697				
Accrued R&M	4,515	7,738				
Accrued P&A	3,299	7,206				
Accrued Workover	148	131				
Accrued capex liability	1,222	2,029				
Accrued bonus payroll	1,760	2,309				
Accrued payroll, benefits, and G&A	6,162	5,282				
Operating lease liability	-	8,031				
Owner advances payable	-	45				
Accrued royalties	-	4,490				
OTHER LIABILITIES [2]	1,891	1,425				
TOTAL POST-PETITION LIABILITIES [3]	\$ 55,387	\$ 102,723				

Notes:

[1] Excludes deferred income tax of \$53.9 million. Deferred income tax is net of a valuation allowance of \$614.3 million

[2] Includes unearned revenue, oil/gas imbalances, and other AP clearing account balances

[3] Excludes amounts in asset retirement obligations and trade accounts payable clearing accounts that accrued prepetition or are liabilities not subject to compromise

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
Houston Division

MOR - 5

Case Name: FIELDWOOD ENERGY LLC, et al.

Petition Date: August 3 and August 4, 2020

Case Number: 20-33948

Month: September 2020

AGING OF POST-PETITION LIABILITIES [1]

in \$ thousands

Days	Total	Trade Accts	Severance Tax	State Income Tax	Other Taxes
0-30	\$ 11,240	\$ 10,828	48	213	150
[2] 31-60	3	3			
[3] 61-90	1	1			
[4] 91+	12	12			
Total	\$ 11,256	\$ 10,845	\$ 48	\$ 213	\$ 150

AGING OF ACCOUNTS RECEIVABLE [5]

in \$ thousands

Month	Aug-20	Sep-20	Oct-20	Nov-20	Dec-20	Jan-21
0-30	\$ 12,219	\$ 8,018				
31-60	5,821	4,896				
61-90	4,134	3,265				
91+	9,463	10,169				
Total	\$ 31,638	\$ 26,347				

Notes:

[1] Excludes the Trade Accounts Payable Clearing Account

[2] Primarily relates to a gathering and transport invoice that is in dispute. Aging date is based on invoice receipt date. Invoices are reflected as payables in September financials

[3] Invoice was paid on 10/7/20. Aging date is based on invoice receipt date. Invoice is reflected as payable in September financials

[4] The Company is in the process of evaluating this invoice related to an annual renewal for 8/31/2020 - 8/31/2021. Invoice is reflected as payable in September financials. Aging date is based on invoice receipt date

[5] Excludes operating revenues receivable and other accounts receivable. The operating revenues receivable account reflects 2 months of estimated accrued receivables for the Company's operating and non-operating interests. Other accounts receivable primarily includes operating expenses incurred by the Company that have not yet been charged to expense or capital, or billed to working interest parties

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
Houston Division

MOR - 6

Case Name: FIELDWOOD ENERGY LLC, et al.
Case Number: 20-33948
Month: September 2020

Petition Date: August 3 and August 4, 2020

CONSOLIDATED INCOME STATEMENT
For the period of September 1, 2020 through September 30, 2020

in \$ thousands

Oil and gas revenues:

Oil revenues	\$	30,263
Gas revenues		2,168
Liquids revenues		826
Other revenues		8,320
Total revenues	\$	41,577

Costs and expenses:

Lease operating expense	\$	19,170
Repairs and maintenance		5,435
Severance Tax		52
Transportation expense		2,726
Workover expense		(24)
Depreciation, depletion and amortization		24,938
Accretion expense		7,830
Other operating		710
Insurance expense		2,517
Restructuring charges		2,050
General and administrative expense		2,405
Total costs and expenses	\$	67,809

Income from operations

	\$	(26,232)
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Other income (expense):

Interest income	\$	155
Interest expense		6,912
Impairment of proved properties [1]		(1,526,200)
Commodity derivative income (expense) - unrealized		715
Reorganization items		5,678
Other		(265)
Net income	\$	(1,539,237)
Income tax (expense) benefit		(16)
Net income	\$	(1,539,253)

Notes:

[1] Quarterly ceiling test calculation resulted in \$1.5 billion impairment expense based on the present value of future net revenues from proved reserves

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
Houston Division

MOR - 7

Case Name: FIELDWOOD ENERGY LLC, et al.
Case Number: 20-33948
Month: September 2020

Petition Date: August 3 and August 4, 2020

CONSOLIDATED CASH RECEIPTS AND DISBURSEMENTS
For the Period Ending September 30, 2020

*in \$ thousands****Operating Receipts:***

Receipts	\$ 58,038
Total Operating Receipts	\$ 58,038

Operating Disbursements:

Payroll	7,680
Benefits	1,844
Independent Director / BOD Fees	176
Interest Owner	3,532
JIB Non-Operating	1,246
Capex	1,454
LOE	12,314
Transportation	447
Taxes	35
Insurance/Surety	87
G&A	906
Other	46
Total Operating Disbursements	\$ 29,766

Operating Cash Flow	\$ 28,271
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Interest & Fees	1,189
Hedging [1]	128
Restructuring Professional Fees	1,798
Interest Earned [2]	43
Cash Call	2,851
Total Disbursements [2] [3]	\$ 35,775

Net Cash Flow	\$ 22,263
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Beginning Book Cash Balance	\$ 435,892
Net Cash Flow Operating Account	22,263
Plus: SD OFFSHORE-REV ACCT #2648 Journal Entry [4]	(2)
Plus: Voided Checks	33
Ending Book Cash Balance	\$ 458,186

Notes:

[1] Relates to attorney fees for Cleary Gottlieb Steen & Hamilton LLP in connection with documentation of post-petition hedging agreements

[2] Includes a \$47K adjustment to interest income booked in September to adjust for overbooked interest income in August

[3] Includes voided checks

[4] Reflects a \$2K adjustment in the SD OFFSHORE-REV ACCT #2648 to reverse a misclassified journal entry reflected in August

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
Houston Division

MOR - 7a

Case Name: FIELDWOOD ENERGY LLC, et al.August 3 and August 4, 2020Case Number: 20-33948Month: September 2020**CASH DISBURSEMENTS BY ENTITY**

in \$ actuals

Debtor Entity	Case Number	Total Q3 2020			Q3 2020 UST Fees
		Aug-20	Sep-20	Disbursements	
Fieldwood Energy LLC	20-33948 [1]	\$ 25,562,437	\$ 35,698,772	\$ 61,261,209	\$ 250,000
Dynamic Offshore Resources NS, LLC	20-33947	-	-	-	325
Fieldwood Energy Inc.	20-33949	-	-	-	325
Fieldwood Energy Offshore LLC	20-33950	-	-	-	325
Fieldwood Onshore LLC	20-33951	-	-	-	325
Fieldwood SD Offshore LLC	20-33952	-	-	-	325
Fieldwood Offshore LLC	20-33961	-	-	-	325
FW GOM Pipeline, Inc.	20-33953	-	-	-	325
GOM Shelf LLC	20-33954	-	-	-	325
Bandon Oil and Gas GP, LLC	20-33955	-	-	-	325
Bandon Oil and Gas, LP	20-33956	-	-	-	325
Fieldwood Energy SP LLC	20-33958	-	-	-	325
Galveston Bay Pipeline LLC	20-33959	-	-	-	325
Galveston Bay Processing LLC	20-33960	-	-	-	325
Total		\$ 25,562,437	\$ 35,698,772	\$ 61,261,209	\$ 254,225

Notes:

[1] Excludes \$47K adjustment to interest income booked in September to adjust for overbooked interest income in August

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
Houston Division

MOR - 8

Case Name: FIELDWOOD ENERGY LLC, et al.
 Case Number: 20-33948
 Month: September 2020

August 3 and August 4, 2020

CASH ACCOUNT RECONCILIATION

In \$ thousands

Account Type	Operating	Revenue	FSA	Bankruptcy-Related Utilities	Restricted Cash Trust "A"	Wilmington Trust [1]	US Bank	J.P. Morgan	Deutsche Bank	Deposits - Long Term [2]	Total [3]
Bank Name	Capital One	Capital One	Capital One	Capital One		Wilmington Trust [1]	US Bank	J.P. Morgan	Deutsche Bank	N/A	
Account Number	x2209	x4666	x2306	x0534	x5000		x6000	x5624	x2558	N/A	
Bank Balance	\$ 48,423	\$ 155,953	\$ -	\$ 342	\$ 238,467	\$ 786	\$ 8,249	\$ 0	\$ 6,414	\$ 458,635	
Plus: Deposits in Transit	1	-	-	-	-	-	-	-	-	-	1
Less: Outstanding Checks	(368)	(73)	(9)	-	-	-	-	-	-	N/A	(450)
Book Balance	\$ 48,056	\$ 155,880	\$ (9)	\$ 342	\$ 238,467	\$ 786	\$ 8,249	\$ 0	\$ 6,414	\$ 458,186	
 Beginning Cash Balance (Per Books)	\$ 64,355	\$ 117,205	\$ (11)	\$ 331	\$ 238,561	\$ 786	\$ 8,249	\$ 0	\$ 6,414	\$ 435,890	
Plus: Receipts	16,907	41,131	-	-	3	1	0				58,041
Transfers Between Accounts	(25)	-	14	11							-
Interest Income Adjustment [1]					(47)						(47)
Less: Disbursements	(33,180)	(2,456)	(12)	-	(51)						(35,699)
Ending Cash (Per Books)	\$ 48,056	\$ 155,880	\$ (9)	\$ 342	\$ 238,467	\$ 786	\$ 8,249	\$ 0	\$ 6,414	\$ 458,186	

Notes:

[1] Reflects \$47K adjustment to interest income in September to reverse overbooked interest income in August

[2] Reflects long-term deposits the Company has made with primarily pipeline companies as a requirement of conducting business with these companies

[3] Excludes \$2K misclassified journal entry reflected in August and reversed in September

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
Houston Division

MOR - 9

Case Name: FIELDWOOD ENERGY LLC, et al.

Petition Date: August 3 and August 4, 2020

Case Number: 20-33948

Month: September 2020

PAYMENTS TO INSIDERS AND PROFESSIONALS

Of the total disbursements shown for the month, list the amount paid to insiders (as defined in Section 101(31)(A)-(F) of the U. S. Bankruptcy Code) and the professionals.

Also, for insiders identify the type of compensation paid (e.g., salary, commission, bonus, etc.) (Attach additional pages as necessary.)

in \$ thousands

INSIDERS	Type	8/4/20 - 8/31/20	Sep-20	Oct-20	Nov-20	Dec-20	Jan-21
Employee 1	Salary	\$ 31	\$ 31				
Employee 2	Salary	28	28				
Employee 3	Salary	23	23				
Employee 4	Salary	26	26				
Employee 5	Salary	23	23				
Employee 6	Salary	24	24				
Director 1	BOD Fees	-	126				
Director 2	BOD Fees	-	25				
Director 3	BOD Fees	-	25				
TOTAL INSIDERS (MOR-1)		\$ 154	\$ 330				

in \$ thousands

PROFESSIONAL		8/4/20 - 8/31/20	Sep-20	Oct-20	Nov-20	Dec-20	Jan-21
Davis Polk & Wardwell LLP		\$ -	\$ 987				
Haynes And Boone, LLP		-	347				
Opportune LLP		180	73				
Rothschild & Co Us Inc		-	175				
Vinson & Elkins LLP		-	215				
TOTAL PROFESSIONALS (MOR-1)		\$ 180	\$ 1,798				